

**AUDIT COMMITTEE OF THE BOARD OF DIRECTORS
REGAL REXNORD CORPORATION**

CHARTER

I. AUDIT COMMITTEE PURPOSE

The Audit Committee (the “Committee”) is appointed by and reports to the Board of Directors (the “Board”) of Regal Rexnord Corporation (the “Company”) to provide assistance to the Board in fulfilling its oversight responsibilities relating to:

- (a) the assessment of the integrity and overall quality of the financial statements and the financial reporting process based on the input from the Company’s financial management, external and internal auditors and other communications;
- (b) the systems of internal accounting and financial controls;
- (c) the Company’s internal audit function (“Internal Audit”);
- (d) the qualifications, independence, performance, retention and termination of a qualified public accounting firm (the “Independent Auditors”);
- (e) the annual independent audits of the Company’s financial statements and internal controls over financial reporting; and
- (f) the Company’s compliance with legal and regulatory requirements.

It is the responsibility of the Committee to maintain free and open communication among the Committee, the Independent Auditors, Internal Audit, and Company management (“Management”).

In discharging its oversight role, the Committee has the authority to investigate any matter appropriate to fulfilling its responsibilities, with full access to all books, records, facilities and personnel of the Company. The Committee is empowered to obtain advice and assistance from outside legal, accounting or other advisors as it deems appropriate to perform its duties and responsibilities. The Company shall provide appropriate funding, as determined by the Committee, for compensation to the Independent Auditors and to any advisers that the Committee chooses to engage.

The Committee shall make regular reports to the Board regarding the execution of its duties and responsibilities.

II. COMMITTEE COMPOSITION AND MEETINGS

To serve on the Committee, individual members shall meet the independence and other applicable requirements of regulations and governing organizations, including the New York Stock Exchange, the Sarbanes-Oxley Act of 2002 (the “Act”) and the Securities and Exchange Commission (the “SEC”). The Committee shall be comprised of three or more directors as determined by the Board, each of whom shall be independent directors. All members of the Committee shall have sufficient financial experience and ability to enable them to satisfactorily discharge their responsibilities. At least one member shall qualify as a “financial expert”, as defined by the aforementioned rules and regulations. The members of the Committee, the designation of the Committee Chair, and the term of membership shall be determined by the Board.

The Committee shall meet as often as it determines, but at least quarterly. A majority of then-current Committee members will constitute a quorum. The Committee shall meet

privately in executive session periodically with the Independent Auditors, with Management, and with Internal Audit to discuss any matters that the Committee or the other parties believe should be discussed.

Except as consented to by the Board, no member of the Committee may simultaneously serve on the audit committee of more than two other public companies.

III. LIMITATION OF ROLE OF COMMITTEE

The Committee members are not employees of the Company and they do not represent themselves to be accountants or auditors of the Company. It is not the Committee's duty to plan or conduct audits or to determine if the Company's financial statements are prepared accurately and in accordance with accounting principles generally accepted in the United States ("GAAP"). These duties are the responsibility of Management and the Independent Auditors. The statements of responsibilities contained in this Charter are in all respects qualified by this limitation.

IV. COMMITTEE RESPONSIBILITIES AND DUTIES

The following functions are commonly recurring activities of the Committee in carrying out its oversight responsibilities.

Financial Statement and Disclosure Matters

1. Review the Company's annual audited financial statements and results of the audit, and the Company's quarterly, interim financial statements and results of the quarterly review, prior to filing or distribution of such statements. This review should include discussion with Management and the Independent Auditors of significant issues, and changes regarding accounting principles, practices, and judgments. Review material written communications between the Independent Auditors and Management, including but not limited to, annual or other Management letters, audit adjustments and schedules of unadjusted differences. Also review and consider with the Independent Auditors matters required to be discussed under the standards of the Public Company Accounting Board ("PCAOB").
2. Review with Management and the Independent Auditors the Company's annual audited and quarterly interim financial results, its earnings press releases and financial information and earnings guidance provided to analysts and ratings agencies, prior to the public release of earnings.
3. Receive the written disclosures and affirmation from the independent auditors required by Rule 3526 (Communication with Audit Committees Concerning Independence) of the PCAOB. Discuss with the independent auditors the independent auditors' independence, including actively engaging in a dialog with the independent auditors with respect to any disclosed relationships or services that may impact the objectivity and independence of the independent auditors, and take appropriate action in response to the independent auditors' report to satisfy itself of the independent auditors' independence.
4. Review and provide comment on the Company's reports on Form 10-Q and Form 10-K prior to filing; and approve the Company's Form 10-K to be filed with the SEC.

5. Review the effects of regulatory and accounting initiatives, as well as off-balance sheet structures, on the financial statements.
6. Review and discuss Management's report on internal control and the Independent Auditors' attestation on Management's required assertion.
7. In consultation with Management, the Independent Auditors, and Internal Audit, review:
 - (a) as required, but not less than annually, the adequacy and integrity of the Company's disclosure controls and procedures and system of internal controls;
 - (b) quarterly, any Management disclosed significant deficiencies or material weaknesses in internal controls or any fraud by employees with a significant role in internal control; and
 - (c) annually, the internal audit function and internal audit plan.
8. Discuss the Company's financial policies with respect to risk assessment and risk management, and significant financial risk exposures including the risk of Management's ability to override the Company's internal controls and the steps Management has taken to monitor, control and report exposures. Review significant findings prepared by the Independent Auditors and Internal Audit on these matters together with Management's responses.
9. Hold timely discussions with Management and the Independent Auditors related to critical accounting policies and practices, alternative accounting treatments, and significant financial reporting issues and judgments made in connection with preparation of the financial statements.
10. Receive and review any disclosure from the Company's CEO and CFO made in connection with the certification of the Company's quarterly and annual reports filed with the SEC of: a) significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting that are reasonably likely to adversely affect the Company's ability to record, process, summarize, and report financial data; and b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal controls.

Oversight of Company's Relationship with Independent Auditors

11. The Independent Auditors are accountable to the Committee. Review the independence and performance of the Independent Auditors and annually appoint the Independent Auditors and report such appointment to the Board. Obtain a report from the Independent Auditors describing the firm's internal quality control procedures and any material issues raised by the peer or PCAOB reviews, or by any inquiry or investigation by governmental or professional authorities during the preceding five years with respect to the firm's independent audits, including steps taken to address any such issues.
12. Review annually, with Management, Internal Audit, and the Independent Auditors, the audit plan: discussing scope, staffing, locations, Internal Audit functions, reliance upon Management, audit assistance from the Company and general audit approach, among other items.
13. Review with the Independent Auditors any audit problems or difficulties and Management's response. Review any unresolved disagreement or disputes between Management and the Independent Auditors.

14. Review and approve the fees and other significant compensation to be paid to the Independent Auditors. Pre-approve non-audit services provided by the Independent Auditors, including tax services and other services not prohibited by law or SEC rules, which exceed the de minimis exceptions of the Act. A Committee member designated by the Committee may represent the entire Committee for these approvals.
15. Review the experience and qualifications of senior audit team members of the Independent Auditors annually and ensure that all partner rotation requirements, in accordance with applicable rules and regulations, are executed.
16. Establish hiring policies which comply with rules and regulations for employees or former employees of the Independent Auditors.

Oversight of the Company's Internal Audit Function

17. Review Internal Audit staff functions with Management and the Independent Auditors, including: (i) purpose, authority and organizational reporting lines; (ii) the annual audit plan budget and staff; (iii) the annual performance evaluation and salary recommendation made by Management, and (iv) the appointment or replacement of the senior Internal Audit Management.
18. Review significant reports to Management prepared by Internal Audit and Management's responses.
19. Periodically review, with the VP, Internal Audit any significant difficulties, disagreements with management, or scope restrictions encountered in the course of the function's work.

Compliance Oversight Responsibilities

20. The Committee shall establish and maintain procedures for:
 - (a) the receipt, retention and treatment of complaints received by the Company regarding accounting or auditing matters or controls, and;
 - (b) the confidential, anonymous submission by the Company's employees of concerns regarding accounting or auditing matters;
21. Review and approve prior to filing, Management's responses to various regulatory bodies, such as the SEC, relating to matters for which the Committee has oversight responsibilities.

Miscellaneous Other Responsibilities

22. The Committee shall provide general oversight over the administration and investment activities of any Company-sponsored retirement plans and trusts covered by the Employee Retirement Income Security Act of 1974, as amended ("ERISA") (collectively, the "Company Plans"), subject to coordination with the Compensation Committee where appropriate. The Committee shall have the authority to appoint and remove the members of any plan committee as it deems appropriate to serve as named fiduciaries of the Company Plans. The Committee shall make any changes to the composition of any plan committee as it deems necessary, appropriate, or advisable, and shall monitor their performance, which

shall include reviewing at least annually reports concerning (1) the investment performance of Company Plan assets, and (2) the administration of Company Plans. The Committee shall not be designated a named fiduciary of any of the Company Plans for the purposes of ERISA nor shall it be responsible for managing the Company Plans or directing the investment of any Company Plan assets.

23. Review and approve the Audit Committee Report to be contained in the proxy statement required by the SEC annually.
24. Review and reassess the adequacy of this Charter at least annually, submitting changes to the Charter to the Board for approval and publish the Charter publicly as required by regulations.
25. Review, with management, the Company's finance function, including its budget, organization, and quality of personnel.
26. Conduct an annual performance evaluation of the Committee, including assessment relative to the Committee's purpose, duties, and responsibilities outlined herein.

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